

Federal Communications Commission Washington, D.C. 20554	Approved by OMB 3060-0032 (September 2004)	FOR FCC USE ONLY
FCC 315		FOR COMMISSION USE ONLY FILE NO.
APPLICATION FOR CONSENT TO TRANSFER CONTROL OF ENTITY HOLDING BROADCAST STATION CONSTRUCTION PERMIT OR LICENSE		BTCH - 20061212AVS
Read INSTRUCTIONS Before Filling Out Form		

Section I - General Information

1.	Legal Name of the Licensee/Permittee CITICASTERS LICENSES, L.P.		
	Mailing Address 2625 S. MEMORIAL DRIVE SUITE A		
	City TULSA	State or Country (if foreign address) OK	Zip Code 74129 -
	Telephone Number (include area code) 9186644581	E-Mail Address (if available)	
	FCC Registration Number: 0004953659	Call Sign KABQ-FM	Facility ID Number 53652
2.	Contact Representative (if other than licensee/permittee) DORANN BUNKIN		Firm or Company Name WILEY REIN & FIELDING LLP
	Mailing Address 1776 K STREET, NW		
	City WASHINGTON	State or Country (if foreign address) DC	ZIP Code 20006 -
	Telephone Number (include area code) 2027197231	E-Mail Address (if available) DBUNKIN@WRF.COM	
3.	If this application has been submitted without a fee, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114): <input type="radio"/> Governmental Entity <input type="radio"/> Noncommercial Educational Licensee/Permittee <input type="radio"/> Other <input checked="" type="radio"/> N/A (Fee Required)		
4.	Purpose of Application: <input checked="" type="radio"/> Transfer of control of licensee <input type="radio"/> Transfer of control of permitte <input type="radio"/> Amendment to pending application File number of pending application: - If an amendment, submit as an Exhibit a listing by Section and Question Number of the portions of the pending application that are being revised. [Exhibit 1]		
5.	Were any of the authorizations that are the subject of this application obtained through the Commission's competitive bidding procedures (see 47 C.F.R. Sections 1.2111(a) and 73.5001)? If yes, list pertinent authorizations in an Exhibit.		<input checked="" type="radio"/> Yes <input type="radio"/> No [Exhibit 2]
6.	a. Were any of the authorizations that are the subject of this application obtained through the		<input type="radio"/> Yes <input checked="" type="radio"/> No

Commission's point system for reserved channel noncommercial educational stations (see 47 C.F.R. Sections 73.7001 and 73.7003)?

- b. If yes to 6(a), have all such stations operated for at least 4 years with a minimum operating schedule since grant pursuant to the point system?

☒ Yes ☐ No

If no, list pertinent authorizations in an Exhibit and include in the Exhibit a showing that the transaction is consistent with the holding period requirements of 47 C.F.R. Section 73.7005 (a).

[Exhibit 3]

Section II - Transferor(s)

1. Certification. Transferor(s) certify that it (they) have answered each question in this application based on its (their) review of the application instructions and worksheets. Transferor(s) further certify that where it (they) have made an affirmative certification below, this certification constitutes its (their) representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.			<input checked="" type="radio"/> Yes <input type="radio"/> No
2. Legal Name of the Transferor SHAREHOLDERS OF CLEAR CHANNEL COMMUNICATIONS, INC.			
Mailing Address 200 EAST BASSE ROAD			
City SAN ANTONIO	State or Country (if foreign address) TX	Zip Code 78209 -	
	Telephone Number (include area code) 2108222828	E-Mail Address (if available)	
3. Contact Representative (if other than transferor) DORANN BUNKIN		Firm or Company Name WILEY REIN & FIELDING LLP	
Mailing Address 1776 K STREET, NW			
City WASHINGTON	State or Country (if foreign address) DC	Zip Code 20006 -	
Telephone Number (include area code) 2027197231		E-Mail Address (if available) DBUNKIN@WRF.COM	
If more than one transferor, submit the information requested in questions 2 and 3 for each transferor.			[Exhibit 4]
4. Changes in interests as a result of transfer.			
[Enter Changes in Interests Information]			
or [Exhibit 5]			

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations.

Typed or Printed Name of Person Signing ANDREW W. LEVIN	Typed or Printed Title of Person Signing CHIEF LEGAL OFFICER
Signature	Date 12/12/2006

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

Section III - Licensee/Permittee

1.	Certification. Licensee/permittee certifies that it has answered each question in this application based on its review of the application instructions and worksheets. Licensee further certifies that where it has made an affirmative certification below, this certification constitutes its representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.				<input checked="" type="radio"/> Yes <input type="radio"/> No										
2.	Authorizations to be Assigned. List the authorized stations and construction permits to be assigned. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be assigned. Include main stations, FM and/or TV translator stations, LPTV stations, SCA, FM and/or TV booster stations, and associated auxiliary service stations. [Enter Station Information]														
List the authorized stations and construction permits to be transferred. Provide the Facility Identification Number and the Call Sign, or the Facility Identification Number and the File Number of the Construction Permit, and the location, for each station to be transferred. Include main stations, FM and/or TV translator stations, LPTV stations, SCA, FM and/or TV booster stations, and associated auxiliary service stations.															
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Number				
6544	K256AE	-	PROVO	UT

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
27227	K257BO	-	JACKSONVILLE	OR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
27230	K257BP	-	GRANTS PASS	OR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
27231	K257BT	-	CAVE JUNCTION	OR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
138715	K259BI	-	VENTURA	CA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
77274	K263AF	-	SWEET HOME	OR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53641	K265CA	-	ALBUQUERQUE	NM

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40985	K266AC	-	ROGUE RIVER	OR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48963	K269CL	-	EVERGREEN	CO

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
139636	K274BI	-	FOUR CORNERS	OR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40987	K281AG	-	JACKSONVILLE	OR

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2447	K285BH	-	PARK CITY	UT
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
27228	K288CP	-	MERLIN	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
77760	K290AF	-	ROGUE RIVER	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
77759	K294AS	-	ASHLAND	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
22197	K296EA	-	POCATELLO	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53652	KABQ-FM	-	SANTA FE	NM
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2116	KASI	-	AMES	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
64397	KATS	-	YAKIMA	WA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48968	KATZ	-	ST. LOUIS	MO
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48958	KATZ-FM	-	ALTON	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2318	KAVL	-	LANCASTER	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State

48966	KBCO-FM	-	BOULDER	CO
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
64567	KBKB	-	FORT MADISON	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
64564	KBKB-FM	-	FORT MADISON	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61712	KBKO	-	SANTA BARBARA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4706	KBQI	-	ALBUQUERQUE	NM
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39268	KBUR	-	BURLINGTON	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2115	KCCQ	-	AMES	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
13750	KCIX	-	GARDEN CITY	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
32987	KCQQ	-	DAVENPORT	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
64507	KDBL	-	TOPPENISH	WA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
27390	KDIF	-	RIVERSIDE	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State

47739	KDMX	-	DALLAS	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51332	KDRB	-	DES MOINES	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
46983	KEEL	-	SHREVEPORT	LA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
18114	KEGL	-	FORT WORTH	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39573	KEJO	-	CORVALLIS	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
32996	KELA	-	CENTRALIA-CHEHALIS	WA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11271	KEX	-	PORTLAND	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3403	KEZJ-FM	-	TWIN FALLS	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
49723	KFFM	-	YAKIMA	WA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39574	KFLY	-	CORVALLIS	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63915	KFXD	-	BOISE	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
41426	KFYR	-	BISMARCK	ND

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
30224	KGAB	-	ORCHARD VALLEY	WY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
34454	KGB-FM	-	SAN DIEGO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39267	KGRS	-	BURLINGTON	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
47749	KHMX	-	HOUSTON	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48962	KHOW	-	DENVER	CO
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
20697	KHTS-FM	-	EL CAJON	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
22194	KID	-	IDAHO FALLS	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
22195	KID-FM	-	IDAHO FALLS	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
17396	KIDO	-	NAMPA	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
42657	KIFS	-	ASHLAND	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
56234	KIGN	-	BURNS	WY

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19218	KIIS-FM	-	LOS ANGELES	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60640	KIJZ	-	VANCOUVER	WA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
13504	KIOZ	-	SAN DIEGO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
10327	KIST	-	SANTA BARBARA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
31434	KIST-FM	-	SANTA BARBARA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
64398	KIT	-	YAKIMA	WA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35012	KJKJ	-	GRAND FORKS	ND
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
6543	KJMY	-	BOUNTIFUL	UT
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
166619	KJMY-FM2	-	PARK CITY	UT
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
68210	KKCW	-	BEAVERTON	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
29076	KKRQ	-	IOWA CITY	IA

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11280	KKRZ	-	PORTLAND	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
86873	KKTL	-	CASPER	WY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
20324	KKXL	-	GRAND FORKS	ND
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
20325	KKXL-FM	-	GRAND FORKS	ND
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40983	KLDZ	-	MEDFORD	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
5991	KLEN	-	CHEYENNE	WY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3404	KLIX	-	TWIN FALLS	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3407	KLIX-FM	-	TWIN FALLS	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8413	KLLP	-	CHUBBUCK	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67594	KLOO	-	CORVALLIS	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35077	KLOO-FM	-	CORVALLIS	OR
Facility ID	Call Sign	or Construction Permit File Number	City	State

Number				
9626	KLOU	-	ST. LOUIS	MO
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
34452	KLSD	-	SAN DIEGO	CA
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
14352	KMED	-	MEDFORD	OR
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
13793	KMJM-FM	-	COLUMBIA	IL
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
162476	KMNT	-	CHEHALIS	WA
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
60359	KMXG	-	CLINTON	IA
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
6361	KMXP	-	PHOENIX	AZ
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
58821	KMYI	-	SAN DIEGO	CA
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
33829	KNBQ	-	CENTRALIA	WA
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
63818	KNRS	-	SALT LAKE CITY	UT
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
48916	KODJ	-	SALT LAKE CITY	UT
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State

166618	KODJ-FM1	-	PARK CITY	UT
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51514	KOGO	-	SAN DIEGO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
30225	KOLZ	-	CHEYENNE	WY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63536	KOSY-FM	-	SPANISH FORK	UT
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
166620	KOSY-FM1	-	PARK CITY	UT
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4704	KPEK	-	ALBUQUERQUE	NM
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
30246	KPKY	-	POCATELLO	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
6893	KPLV	-	LAS VEGAS	NV
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
53069	KPOJ	-	PORTLAND	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
69635	KPTL	-	ANKENY	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48967	KPTT	-	DENVER	CO
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
9657	KQHT	-	CROOKSTON	MN

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
7693	KQLF	-	CHEVENNE	WY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39483	KRKT-FM	-	ALBANY	NY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2316	KRSX-FM	-	YERMO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60265	KRUF	-	SHREVEPORT	LA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
27229	KRWQ	-	GOLD HILL	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63920	KSAS-FM	-	CALDWELL	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35592	KSBL	-	CARPINTERIA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
20360	KSD	-	ST. LOUIS	MO
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
4117	KSJO	-	SAN JOSE	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48960	KSLZ	-	ST. LOUIS	MO
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
71525	KSNE-FM	-	LAS VEGAS	NV
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73625	KSNR	-	THIEF RIVER	MN

FALLS				
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61058	KSPE-FM	-	ELLWOOD	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2399	KTDD	-	SAN BERNADINO	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39485	KTHH	-	ALBANY	OR
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19219	KTLK	-	LOS ANGELES	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
14529	KTMS	-	SANTA BARBARA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63916	KTMV	-	BOISE	ID
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
35688	KTUX	-	CARTHAGE	TX
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11924	KTWO	-	CASPER	WY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
14528	KTYD	-	SANTA BARBARA	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
14530	KTYD-FM1	-	BUELLTON	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State

65415	KUFX	-	SAN JOSE	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
65414	KUFX-FM1	-	SANTA CRUZ	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
65413	KUFX-FM2	-	NORTH MORGAN HILL	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
136624	KUFX-FM3	-	PLEASANTON	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67664	KUSS	-	CARLSBAD	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
49722	KUTI	-	YAKIMA	WA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
43208	KUUL	-	EAST MOLINE	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19560	KVKI-FM	-	SHREVEPORT	LA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2894	KVRW	-	LAWTON	OK
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2320	KVVS	-	MOJAVE	CA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
55503	KWID	-	LAS VEGAS	NV
Facility ID Number	Call Sign	or Construction Permit File Number	City	State

35885	KWIK	-	POCATELLO	ID
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
60266	KWKH	-	SHREVEPORT	LA
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
61527	KWNR	-	HENDERSON	NV
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
29075	KXIC	-	IOWA CITY	IA
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
46982	KXKS-FM	-	SHREVEPORT	LA
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
18049	KXLT-FM	-	EAGLE	ID
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
69555	KXRV	-	CENTERVILLE	UT
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
41424	KYYY	-	BISMARCK	ND
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
60181	KZZE	-	EAGLE POINT	OR
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
47742	KZZP	-	MESA	AZ
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
162475	NEW	-	ANAMOSA	IA
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
140066	W233BJ	-	LORAIN	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
140070	W262BJ	-	MOUNT CRAB	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
139533	W265BP	-	KENNEBEC	KY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
148560	W266BB	-	WEST CHESTER	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
142360	W269BY	-	DUBLIN	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
140063	W272BX	-	FREMONT	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
148579	W283AX	-	FINDLAY	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
140119	W293BB	-	MARYSVILLE	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
138511	W294AY	-	NEWNAN	GA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
17760	W299AE	-	MCMINNVILLE	TN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
17758	WAKI	-	MCMINNVILLE	TN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
74468	WAKZ	-	SHARPSVILLE	PA
Facility ID	Call Sign	or Construction Permit File Number	City	State

Number				
72377	WALC	-	CHARLESTON	SC
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
73309	WBBG	-	NILES	OH
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
48730	WBBS	-	FULTON	NY
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
52041	WBEX	-	CHILLICOTHE	OH
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
14734	WBMC	-	MCMINNVILLE	TN
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
40172	WBUK	-	OTTAWA	OH
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
70192	WBUL-FM	-	LEXINGTON	KY
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
64716	WBWR	-	HILLIARD	OH
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
63777	WCAO	-	BALTIMORE	MD
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
28897	WCCF	-	PUNTA GORDA	FL
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State
57355	WCHO	-	WASHINGTON COURT HOU	OH
Facility ID Number	Call Sign	Or Construction Permit File Number	City	State

57354	WCHO-FM	-	WASHINGTON COURT HOU	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70526	WCKY-FM	-	TIFFIN	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48739	WCOH	-	NEWMAN	GA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25037	WCOL-FM	-	COLUMBUS	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19706	WCPZ	-	SANDUSKY	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48672	WCTQ	-	SARASOTA	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
71594	WCVU	-	SOLANA	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3060	WDDV	-	VENICE	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73393	WDFM	-	DEFIANCE	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73391	WDFM-FM1	-	FORT WAYNE	IN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73389	WDFM-LP	-	DEFIANCE	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59282	WDIF	-	MARION	OH

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
55501	WDKF	-	ENGLEWOOD	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67615	WDSJ	-	GREENVILLE	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
37546	WDVI	-	ROCHESTER	NY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67579	WEBZ	-	PORT ST. JOE	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
2441	WEZL	-	CHARLESTON	SC
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
29729	WFLA	-	TAMPA	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
29732	WFLZ-FM	-	TAMPA	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
63984	WFUS	-	BRADENTON	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
24958	WFXF	-	HONEOYE FALLS	NY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
43199	WFXN	-	MOLINE	IL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
47740	WGAR-FM	-	CLEVELAND	OH
Facility ID	Call Sign	or Construction Permit File Number	City	State

Number				
29730	WGST	-	ATLANTA	GA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
37545	WHAM	-	ROCHESTER	NY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
23077	WHNZ	-	TAMPA	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
51331	WHO	-	DES MOINES	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
37549	WHTK	-	ROCHESTER	NY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
28899	WIKX	-	CHARLOTTE HARBOR	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
16438	WILM	-	WILMINGTON	DE
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
62208	WIZE	-	SPRINGFIELD	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
68760	WJBT	-	GREEN COVE SPRINGS	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70519	WKBN	-	YOUNGSTOWN	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
43863	WKDD	-	CANTON	OH
Facility ID	Call Sign	or Construction Permit File Number	City	State

Number				
3205	WKGS	-	IRONDEQUOIT	NY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11275	WKLS	-	ATLANTA	GA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
68206	WKQQ	-	WINCHESTER	KY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
17759	WKZP	-	SPENCER	TN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
68209	WLAP	-	LEXINGTON	KY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
19705	WLEC	-	SANDUSKY	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
29575	WLKT	-	LEXINGTON-FAYETTE	KY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60361	WLLR-FM	-	DAVENPORT	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
55500	WLQT	-	KETTERING	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
29735	WLTM	-	ATLANTA	GA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73874	WLTQ	-	CHARLESTON	SC
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
3059	WLTQ-FM	-	VENICE	FL

Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39619	WMGP	-	HOGANSVILLE	GA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73268	WMJI	-	CLEVELAND	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
58344	WMJK	-	CLYDE	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73273	WMMS	-	CLEVELAND	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
1904	WMMX	-	DAYTON	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40169	WMRN	-	MARION	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
40170	WMRN-FM	-	MARION	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73593	WMT	-	CEDAR RAPIDS	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
73594	WMT-FM	-	CEDAR RAPIDS	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
23078	WMTX	-	TAMPA	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
68208	WML	-	LEXINGTON	KY
Facility ID	Call Sign	or Construction Permit File Number	City	State

Number				
73154	WMXY	-	YOUNGSTOWN	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
13668	WNCD	-	YOUNGSTOWN	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
47741	WNCI	-	COLUMBUS	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
13669	WNIO	-	YOUNGSTOWN	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
60360	WOC	-	DAVENPORT	IA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
1903	WONE	-	DAYTON	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
7821	WPFX-FM	-	NORTH BALTIMORE	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
47747	WPOC	-	BALTIMORE	MD
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
29728	WQIK-FM	-	JACKSONVILLE	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
38901	WRFQ	-	MOUNT PLEASANT	SC
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
62188	WRVF	-	TOLEDO	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State

48671	WSDV	-	SARASOTA	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8684	WSMJ	-	BALTIMORE	MD
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
27580	WSNP	-	SOUTH BRISTOL TOWNSH	NY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
23830	WSOL-FM	-	BRUNSWICK	GA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
62187	WSPD	-	TOLEDO	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48673	WSRZ-FM	-	CORAL COVE	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
25038	WTPG	-	COLUMBUS	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
14735	WTRZ-FM	-	MCMINNVILLE	TN
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
70527	WTTF	-	TIFFIN	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
1909	WTUE	-	DAYTON	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11269	WTVN	-	COLUMBUS	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State

59127	WTZB	-	ENGLEWOOD	FL
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
39620	WVCC	-	HOGANVILLE	GA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
48964	WVKS	-	TOLEDO	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
59593	WVMX	-	CINCINNATI	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
8505	WVOR	-	CANANDAIGUA	NY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
61142	WVWA	-	PEACHTREE CITY	GA
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
64364	WWKZ	-	OKOLONA	MS
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
67689	WXEG	-	BEAVERCREEK	OH
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
34163	WXLV	-	NORTH CHARLESTON	SC
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
34246	WXRA	-	GEORGETOWN	KY
Facility ID Number	Call Sign	or Construction Permit File Number	City	State
11274	WXTB	-	CLEARWATER	FL
3. Agreements to Transfer Control of Station. Licensee/permittee certifies that: a. it has placed in its public inspection file(s) and submitted an exhibit to this item copies of				
<input type="radio"/> Yes <input checked="" type="radio"/> No				

all agreements to transfer control of the station(s); b. these documents embody the complete and final understanding between transferor(s) and transferee(s); and c. these agreements comply fully with the Commission's rules and policies. Exhibit Required	See Explanation in [Exhibit 6]
4. Other Authorizations. List call signs, locations and facility identifiers of all other broadcast stations in which licensee/permittee or any party to the application has an attributable interest.	<input type="checkbox"/> N/A [Exhibit 7]
5. Character Issues. Licensee/permittee certifies that neither licensee/permittee nor any party to the application has or has had any interest in, or connection with: a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or b. any pending broadcast application in which character issues have been raised.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 8]
6. Adverse Findings. Licensee/permittee certifies that, with respect to the licensee/permittee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 9]
7. Local Public Notice. Licensee/permittee certifies that it has or will comply with the public notice requirements of 47 C.F.R. Section 73.3580.	<input checked="" type="radio"/> Yes <input type="radio"/> No
8. Auction Authorization. Licensee/permittee certifies that more than five years have passed since the issuance of the construction permit for the station being assigned, where that permit was acquired in an auction through the use of a bidding credit or other special measure.	<input type="radio"/> Yes <input type="radio"/> No <input checked="" type="radio"/> N/A See Explanation in [Exhibit 10]
9. Anti-Drug Abuse Act Certification. Licensee/permittee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.	<input checked="" type="radio"/> Yes <input type="radio"/> No

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations.

Typed or Printed Name of Person Signing ANDREW W. LEVIN	Typed or Printed Title of Person Signing CHIEF LEGAL OFFICER
Signature	Date 12/12/2006

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

Section IV - Transferee(s)

1. Certification. Transferee(s) certify that it (they) have answered each question in this application based on its (their) review of the application instructions and worksheets. Transferee(s) further certify that where it (they) have made an affirmative certification below, this certification constitutes its (their) representation that the application satisfies each of the pertinent standards and criteria set forth in the application instructions and worksheets.	<input checked="" type="radio"/> Yes <input type="radio"/> No
2. Legal Name of the Transferee(s) STOCKHOLDERS OF BT TRIPLE CROWN MERGER CO., INC.	

Mailing Address THOMAS H. LEE EQUITY FUND VI, L.P. 100 FEDERAL STREET, 35TH FLOOR		
City BOSTON	State or Country (if foreign address) MA	Zip Code 02110 -
Telephone Number (include area code) 6172271050	E-Mail Address (if available)	
3. Contact Representative (if other than transferee) Firm or Company Name JOHN S. LOGAN, ESQ. DOW LOHNES PLLC		
Mailing Address 1200 NEW HAMPSHIRE AVENUE, NW SUITE 800		
City WASHINGTON	State or Country (if foreign address) DC	Zip Code 20036 -
Telephone Number (include area code) 2027762000	E-Mail Address (if available) JLOGAN@DOWLOHNES.COM	
If more than one transferee, submit the information requested in questions 2 and 3 for each transferee. [Exhibit 11]		
4. Nature of Applicant. Each transferee is:		
<input type="radio"/> an individual	<input type="radio"/> a general partnership	<input type="radio"/> a for-profit corporation
<input checked="" type="radio"/> a limited partnership	<input type="radio"/> a not-for-profit corporation	<input type="radio"/> a limited liability company (LLC/LC)
<input type="radio"/> other		
a. If "other", describe nature of transferee in an Exhibit. [Exhibit 12]		
5. Agreements to Transfer Control of Station. Transferee certifies that:		<input checked="" type="radio"/> Yes <input type="radio"/> No [Exhibit 13]
a. the written agreements in the licensee/permittee's public inspection file and submitted to the Commission embody the complete and final agreement to transfer control of the station(s) specified in Section III, question 2; and		
b. these agreements comply fully with the Commission's rules and policies.		
6. Parties to the Application.		
a. List each transferee, and, if other than a natural person, its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. If a corporation or partnership holds an attributable interest in any transferee, list separately its officers, directors, stockholders with attributable interests, non-insulated partners and/or members. Create a separate row for each individual or entity. Attach additional pages if necessary.		
(1) Name and address of the transferee and each party to the application holding an attributable interest (if other than individual also show name, address and citizenship of natural person authorized to vote the stock or holding the attributable interest). List the transferee first, officers next, then directors and, thereafter, remaining stockholders and other entities with attributable interests, and partners.	(2) Citizenship.	(3) Positional Interest: Officer, director, general partner, limited partner, LLC member, investor/creditor attributable under the Commission's equity/debt plus standard, etc.
	(4) Percentage of votes.	(5) Percentage of total assets (equity plus debt).
[Enter Parties/Owners Information]		
b. Applicant certifies that equity interests not set forth above are non-attributable.		<input checked="" type="radio"/> Yes <input type="radio"/> No <input type="radio"/> N/A

		See Explanation in [Exhibit 15]
7.	Other Authorizations. List call signs, locations, and facility identifiers of all other broadcast stations in which transferee or any party to the application has an attributable interest.	<input type="checkbox"/> N/A [Exhibit 16]
8.	Multiple Ownership.	
	a. Is the transferee or any party to the application the holder of an attributable radio joint sales agreement or an attributable radio or television time brokerage agreement for the subject station(s) or any other stations in the same market as the station(s) subject to this application? If "Yes," radio applicants must submit as an Exhibit a copy of each such agreement for radio stations.	<input type="radio"/> Yes <input type="radio"/> No [Exhibit 17]
	b. Transferee certifies that the proposed transfer complies with the Commission's multiple ownership rules and cross-ownership rules. Radio Applicants Only: If "Yes," submit an Exhibit providing information regarding the market, broadcast station(s), and other information necessary to demonstrate compliance with 47 C.F.R. § 73.3555(a). All Applicants: If "No," submit as an Exhibit a detailed explanation in support of an exemption from, or waiver of, 47 C.F.R. § 73.3555.	<input checked="" type="radio"/> Yes <input type="radio"/> No [Exhibit 18]
	c. Transferee certifies that the proposed transfer: 1. does not present an issue under the Commission's policies relating to media interests of immediate family members; 2. complies with the Commission's policies relating to future ownership interests; and 3. complies with the Commission's restrictions relating to the insulation and nonparticipation of non-party investors and creditors.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 19]
9.	Character Issues. Transferee certifies that neither transferee nor any party to the application has or has had any interest in, or connection with: a. any broadcast application in any proceeding where character issues were left unresolved or were resolved adversely against the applicant or any party to the application; or b. any pending broadcast application in which character issues have been raised.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 20]
10.	Adverse Findings. Transferee certifies that, with respect to the transferee and each party to the application, no adverse finding has been made, nor has an adverse final action been taken by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following: any felony; mass media-related antitrust or unfair competition; fraudulent statements to another governmental unit; or discrimination.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 21]
11.	Alien Ownership and Control. Transferee certifies that it complies with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 22]
12.	Financial Qualifications. Transferee certifies that sufficient net liquid assets are on hand or are available from committed sources to consummate the transaction and operate the station(s) for three months.	<input checked="" type="radio"/> Yes <input type="radio"/> No See Explanation in [Exhibit 23]
13.	Program Service Certification. Transferee certifies that it is cognizant of and will comply with its obligations as a Commission licensee to present a program service responsive to the issues of public concern facing the station's community of license and service area.	<input checked="" type="radio"/> Yes <input type="radio"/> No
14.	Auction Authorization. Transferee certifies that where less than five years have passed since the issuance of the construction permit and the permit had been acquired in an auction through the use of a bidding credit or other special measure, it would qualify for such credit or other	<input type="radio"/> Yes <input type="radio"/> No

special measure.	<input checked="" type="radio"/> N/A
	See Explanation in [Exhibit 24]
15. Anti-Drug Abuse Act Certification. Licensee/permittee certifies that neither licensee/permittee nor any party to the application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862.	<input checked="" type="radio"/> Yes <input type="radio"/> No
16. EEO. Does the applicant propose to employ five or more full-time employees? If the answer is Yes, the applicant must include an EEO program called for in the separate Model EEO Program Report (FCC Form 396-A)	<input checked="" type="radio"/> Yes <input type="radio"/> No

I certify that the statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith. I acknowledge that all certifications and attached Exhibits are considered material representations. I hereby waive any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and request an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended.)

Typed or Printed Name of Person Signing SCOTT SPERLING	Typed or Printed Title of Person Signing CO-PRESIDENT, SEE EXHIBIT 14
Signature	Date 12/12/2006

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

Exhibits

Exhibit 2

Description: AUTHORIZATIONS OBTAINED THROUGH COMPETITIVE BIDDING

- (1) NEW, FACILITY ID 162475, ANAMOSA, IA
- (2) KMNT(FM), FACILITY ID 162476, CHEHALIS, WA

Attachment 2

Attachment 5

Description
Description of Transaction

Exhibit 6

Description: AGREEMENT TO TRANSFER CONTROL OF STATIONS

A COPY OF THE AGREEMENT AND PLAN OF MERGER DATED AS OF NOVEMBER 16, 2006, BY AND BETWEEN BT TRIPLE CROWN MERGER CO., INC., B TRIPLE CROWN FINCO, LLC, T TRIPLE CROWN FINCO, LLC AND CLEAR CHANNEL COMMUNICATIONS, INC. (THE 'AGREEMENT') IN CONNECTION WITH THE PROPOSED TRANSFER IS ATTACHED HERETO. THE SECTIONS OF THE COMPANY DISCLOSURE SCHEDULES AND THE MERGERCO DISCLOSURE SCHEDULES TO THE AGREEMENT ARE NOT INCLUDED IN THIS EXHIBIT. THESE SECTIONS ARE AS FOLLOWS:

COMPANY DISCLOSURE SCHEDULES

SECTION 3.03(A) STOCK OPTIONS AND OTHER AWARDS

SECTION 4.01 MATERIAL SUBSIDIARIES

SECTION 4.01 ARTICLES OF INCORPORATION AND BYLAWS

SECTION 4.03 CAPITALIZATION

SECTION 4.05 NO CONFLICTS; REQUIRED FILINGS AND CONSENTS

SECTION 4.06(B) PERMITS AND LICENSES; COMPLIANCE WITH LAWS

SECTION 4.11 TAXES

SECTION 4.14 EMPLOYEE BENEFITS AND LABOR MATTERS

SECTION 5.07(C) EXCLUDED PARTIES

SECTION 6.01(I) PERMITTED DIVESTITURES

SECTION 6.01(J) TAX SETTLEMENTS

SECTION 6.01(L) COMPENSATION

SECTION 6.01(M) CAPITAL EXPENDITURES

SECTION 6.01(N) INVESTMENTS

SECTION 6.05(D) PENDING RENEWAL APPLICATIONS

SECTION 6.11(B) SEVERANCE BENEFITS

SCHEDULE A KNOWLEDGE PERSONS

MERGERCO DISCLOSURE SCHEDULES

SECTION 3.08 ROLLOVER SHARES

SECTION 5.05 FCC MATTERS

SECTION 5.07(A) AVAILABLE FUNDS

SECTION 5.09 CAPITALIZATION OF MERGERCO

SECTION 6.14 ACTIONS WITH RESPECT TO EXISTING DEBT

EXHIBIT A DEBT COMMITMENT LETTERS

EXHIBIT B EQUITY COMMITMENT LETTERS

ADDITIONALLY, THE LIMITED GUARANTEE, DATED AS OF NOVEMBER 16, 2006, BY THOMAS H. LEE EQUITY FUND VI, L.P. IN FAVOR OF CLEAR CHANNEL COMMUNICATIONS, INC., A TEXAS CORPORATION AND THE LIMITED GUARANTEE, DATED AS OF NOVEMBER 16, 2006, BY BAIN CAPITAL FUND IX, L.P. IN FAVOR OF CLEAR CHANNEL COMMUNICATIONS, INC., A TEXAS CORPORATION (COLLECTIVELY, 'THE LIMITED GUARANTEES') HAVE BEEN EXCLUDED. THE SECTIONS LISTED ABOVE, AS WELL AS THE LIMITED GUARANTEES, CONTAIN PROPRIETARY INFORMATION, ARE NOT GERMANE TO THE COMMISSION'S CONSIDERATION OF THIS APPLICATION, OR ARE DUPLICATIVE OF INFORMATION

ALREADY INCLUDED IN THE APPLICATION OR IN THE POSSESSION OF THE COMMISSION. SEE LUJ, INC. AND LONG NINE, INC., 17 FCC RCD 16980 (2002). THESE DOCUMENTS WILL BE PROVIDED TO THE COMMISSION UPON REQUEST, SUBJECT TO THE RIGHT OF THE APPLICANTS TO ASK THAT THE MATERIAL SUBMITTED BE HELD IN CONFIDENCE AND NOT BE MADE AVAILABLE FOR PUBLIC INSPECTION PURSUANT TO APPLICABLE RULES AND POLICIES OF THE FCC THAT RESTRICT PUBLIC ACCESS TO CONFIDENTIAL AND PROPRIETARY INFORMATION.

Attachment 6

Description
Agreement and Plan of Merger

Exhibit 7

Description: OTHER BROADCAST INTERESTS

PLEASE SEE ATTACHMENT.

Attachment 7

Description
Other Broadcast Interests

Exhibit 8

Description: CHARACTER STATEMENT

CHARACTER-RELATED ALLEGATIONS HAVE BEEN RAISED AGAINST LICENSEES UNDER COMMON OWNERSHIP WITH THE APPLICANT IN THE FOLLOWING THREE PENDING PROCEEDINGS.

(1) IN ITS 'CONSOLIDATED REPLY TO RESPONSES TO APRIL 23, 2004 FCC LETTER OF INQUIRY' REGARDING THE ASSIGNMENT OF LICENSE OF WQYZ(FM), OCEAN SPRINGS, MISSISSIPPI, FROM GOLDEN GULF COAST BROADCASTING, INC. TO CAPSTAR TX LIMITED PARTNERSHIP, FCC FILE NO. BALH-20031125ALX, WJZD, INC. ALLEGED THAT THE PARTIES TO THE ASSIGNMENT LACKED CANDOR IN THEIR RESPONSE TO AN FCC INQUIRY. THE COMMISSION DENIED WJZD, INC.'S PETITION TO DENY AND GRANTED THE UNDERLYING ASSIGNMENT APPLICATION. ON JUNE 27, 2005, WJZD, INC. FILED A PETITION FOR RECONSIDERATION OF THE AGENCY'S DECISION. AN OPPOSITION AND A REPLY THERETO WERE FILED ON JULY 12, 2005 AND JULY 22, 2005, RESPECTIVELY.

(2) MONTECITO FM, INC., IN ITS 'PETITION FOR RECONSIDERATION OF THE GRANT OF CITICASTERS LICENSES, L.P. MINOR CHANGE APPLICATION FOR KSBL, CARPINTERIA, CALIFORNIA' AND IN ITS REPLY REGARDING A CONSTRUCTION PERMIT APPLICATION FOR A MINOR CHANGE IN THE AUTHORIZATION FOR KSBL(FM), FCC FILE NO. BPH-20041116ADR, ALLEGES THAT CITICASTERS LICENSES, L.P. MISREPRESENTED THE NUMBER OF ATTRIBUTABLE STATIONS IN THE SUBJECT RADIO MARKET AND WAS MISLEADING REGARDING CITY GRADE AND LINE OF SIGHT COVERAGE.

(3) THE YOUTH MEDIA COUNCIL AND MEDIA ALLIANCE, IN THEIR 'PETITION TO DENY RENEWAL' OF KSJO-FM, SAN JOSE, CALIFORNIA, FCC FILE NO. BRH-20050728ADU, AND IN THEIR 'REPLY IN SUPPORT OF PETITION TO DENY RENEWAL,' ALLEGE THAT CITICASTERS LICENSES, L.P. COMMITTED MISREPRESENTATION IN ITS RESPONSE TO SECTION II, QUESTION 4 OF ITS INITIAL LICENSE RENEWAL APPLICATION REGARDING THE EXISTENCE OF FCC VIOLATIONS DURING THE PRECEDING LICENSE TERM. CLEAR CHANNEL FILED AN OPPOSITION ON NOVEMBER 28, 2005.

Attachment 8

Attachment 11

Description
Contact Information/Certifications of Transferees

Attachment 13

Description
Exhibit 13-A: Agreements for Transfer of Control
Exhibit 13-B: Pending Renewal Applications
Exhibit 13-C: Request for 'Permit-But-Disclose' Status

Attachment 14

Description
Parties to the Application

Attachment 16

Description
Other Authorizations of the Parties to the Transferees

Attachment 18

Description
Exhibit 18-1: Overview of Multiple Ownership
Exhibit 18-2: Radio Multiple Ownership